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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	
	:	Case No. 18-23538 (RDD)
Debtors¹.	:	
	:	(Jointly Administered)
-----	X	

**JOINDER OF KELLERMEYER BERGENSONS SERVICES, LLC TO LIMITED
OBJECTION OF STANLEY BLACK & DECKER, INC. TO THE DEBTORS' NOTICE
REGARDING INITIAL DISTRIBUTION PURSUANT TO ADMINISTRATIVE
EXPENSE CLAIMS CONSENT PROGRAM**

Kellermeyer Bergensons Services, LLC ("KBS") by and through its undersigned counsel,
submits this joinder (the "Joinder") to the *Limited Objection Of Stanley Black & Decker, Inc. to*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); Max Serv, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (19870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

the Debtors' Notice Regarding Initial Distribution Pursuant To Administrative Expense Claims Consent Program (the "SBD Objection"). In support of the Joinder, KBS respectfully represents as follows:

1. Prior to the Debtors' bankruptcy filings and continuously until April of 2019, KBS provided janitorial and related services to numerous Sears and Kmart stores and Sears automotive centers pursuant to the terms of two contracts between KBS and certain of the Debtors. (Those contracts were rejected on or about April 10, 2019.) KBS filed a motion to compel administrative payments and subsequently amended and updated that motion, due to the Debtors' failure to pay certain post-petition amounts due for services provided under the contracts. [D.N. 2837, 4950].

2. KBS received a notice and ballots with respect to the Consent Program for administrative claims approved by the Court, and timely "opted-in" to the proposed settlement. It subsequently received an email request for information from the Debtors, and responded to that request on November 25, 2019. The response was supplemented on December 10, 2019 with respect to one information request regarding to payments made to KBS under the contracts in the ninety days prior to the bankruptcy filings.

3. Much like the experience of Stanley Black & Decker, Inc, (as set forth in the SBD Objection), KBS never received any indication from the Debtors that its administrative claim is disputed, nor has it received any requests for additional information.² The first suggestion of any issue was communicated with the Debtors' filing of their notice concerning initial distributions under the Consent Program on Wednesday evening, December 11th, and the omission of KBS from that notice.

² KBS also notes that the 30 day period contemplated in the Consent Program for resolving disputed claims has not yet expired.

4. KBS, through counsel, has made repeated attempts to address this with the Debtors since seeing the December 11th notice. As of the filing of this Joinder, the Debtors have provided KBS with no information about why its claim was omitted from the initial distribution notice.

5. KBS therefore joins in the SBD Objection, and for all of the reasons stated therein, as supplemented by this Joinder, respectfully requests that (i) KBS be added to the initial distribution, (ii) the alternative relief requested by Stanley Black & Decker, Inc, be granted, or (iii) funds be reserved from the initial distribution fund for KBS.

Dated: December 13, 2019
New York, New York

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